

IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION

THE DEPARTMENT OF THE TREASURY OF THE  
STATE OF NEW JERSEY AND ITS DIVISION, OF  
INVESTMENT, on behalf of itself and all others similarly  
situated,

Plaintiff,

-against-

CLIFFS NATURAL RESOURCES INC., JOSEPH  
CARRABBA, LAURIE BRLAS, TERRANCE PARADIE,  
and DAVID B. BLAKE,

Defendants.

Case No. 14-CV-1031-DAP

ELECTRONICALLY FILED

CLASS ACTION

**DEFENDANTS' MOTION  
FOR LEAVE TO FILE  
DOCUMENTS UNDER SEAL**

Defendants Cliffs Natural Resources Inc. ("Cliffs"), Joseph Carrabba, Laurie Brlas, Terrance M. Paradie, and David B. Blake (collectively, the "Defendants") hereby move the Court, pursuant to Local Rule 5.2, to file the following exhibits attached to Defendants' Memorandum of Law in Support of their Motion Pursuant to Federal Rule of Civil Procedure 12(f) to Strike Certain Allegations from the Amended Class Action Complaint ("Motion to Strike"), which is being filed concurrently with this Motion, under seal:

1. Declaration of CW 7, attached as Exhibit A to the Motion to Strike;
2. Declaration of CW 17, attached as Exhibit B to the Motion to Strike; and
3. Declaration of CW 18, attached as Exhibit C to the Motion to Strike.

Good cause exists for this Motion, as each of the aforementioned documents contains the identity of individuals on whom Plaintiff relied as a "Confidential Witness" in its Amended Class Action Complaint. Defendants have been requested to attempt to preserve the confidential

nature of these individuals and not publicly “out” these former employees of Cliffs, and therefore request that the Court permit them to file the individuals’ unredacted declarations under seal. Defendants will file redacted versions of the declarations with the Motion to Strike and will wait for the Court’s Order on this Motion to file the unredacted versions. Defendants anticipate that a confidentiality order, which will include provisions permitting filing under seal, will be agreed to later in this action if the Amended Class Action Complaint survives Defendants’ Motion to Dismiss, but no such order has yet been entered.

Local Rule 5.2 provides that no document will be accepted for filing under seal unless a statute, court rule, or prior court order authorizes the filing of sealed documents. Accordingly, Defendants request that this Motion be granted and that the Court issue an Order permitting the aforementioned documents and future documents related to this motion containing the individuals’ names to be filed under seal.

Dated: January 23, 2015

Respectfully submitted,

s/ Gregory A. Markel

GREGORY A. MARKEL (*pro hac vice* granted)  
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*Counsel for Defendants Cliffs Natural Resources, Inc.,  
Joseph A. Carrabba, Laurie Brlas, Terrance M. Paradie,  
and David B. Blake*

**CERTIFICATE OF SERVICE**

I hereby certify that the foregoing, *Defendants' Motion for Leave to File Documents Under Seal*, has been filed electronically this 23rd day of January 2015. Notice of this filing will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic record. Parties may access this filing through the Court's electronic system.

/s/Gregory A. Markel

One of the Attorneys for Defendants